

DONELAN, CLEARY, WOOD & MASER, P.C.

ATTORNEYS AND COUNSELORS AT LAW

SUITE 750

1100 NEW YORK AVENUE, N.W.
WASHINGTON, D.C. 20005-3934

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RECORDATION NO. 16441-A
OCT 1 - 1996 2 20 PM

October 1, 1996

Recordation No. 16441-A

RECEIVED
SURFACE TRANSPORTATION
BOARD
OCT 1 2 19 PM '96

Dear Mr. Williams:

On behalf of Raceland Car Corporation, I submit for filing and recording under 49 U.S.C. § 11301 and the regulations applicable thereunder, counterparts of a secondary document, not previously recorded, entitled Partial Termination of Interim Use Agreement ("Termination"), made as of September 1, 1996.

The party executing the enclosed Termination is:

Raceland Car Corporation
100 North Charles Street
Baltimore, MD 21201

TERMINATING PARTY

The said Termination is a termination of one (1) locomotive from the encumbrance of that certain Interim User Agreement dated as of July 1, 1989 between Raceland Car Corporation and CSX Transportation, Inc. recorded under Recordation No. 16441, and the Termination should be recorded under the next available letter under Recordation No. 16441, which we believe is "-A".

The equipment covered by the Termination is the equipment covered in Schedule A thereto, namely one (1) SD40 locomotive, CSXT 8433, a/k/a CSXT 4620 and HATX 600, to be renumbered DME 6055.

A short summary of the Termination to appear in the Surface Transportation Board Index is as follows:

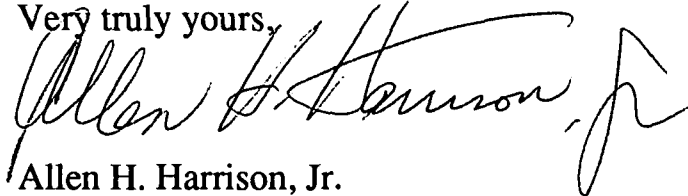
"Termination of one locomotive, CSXT 8433, from Interim User Agreement under Recordation No. 16441."

Counterpart - A H Hanson

Enclosed is a check in the amount of twenty-two dollars (\$22.00) in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

A handwritten signature in black ink, appearing to read "Allen H. Harrison, Jr.", with a stylized flourish at the end.

Allen H. Harrison, Jr.
Attorney for Raceland Car Corporation,
for the purpose of this filing.

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Enclosures

By Hand

8350-020

**SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20425-0001**

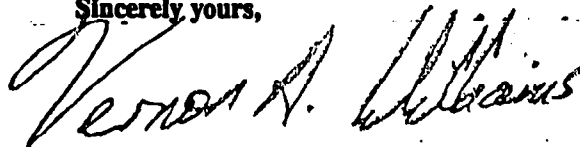
10/1/96

Allen H. Harrison, Jr.
Donelan, Cleary, Wood & Maser, P.C.
1100 New York Avenue, NW, Ste. 750
Washington, DC., 20005-3934

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/1/96 at 2:20PM, and assigned recordation number(s). 16441-A.

Sincerely yours,

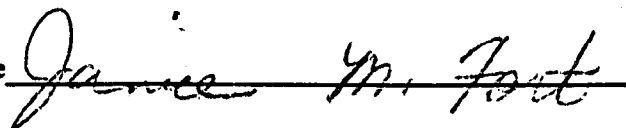


Vernon A. Williams
Secretary

Enclosure(s)

\$ 22.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



PARTIAL TERMINATION OF INTERIM USE AGREEMENT

Counterpart No. 1
of 4 Counterparts

SEP 1 1996 2 PM

THIS PARTIAL TERMINATION OF INTERIM USE AGREEMENT is made as of September 1, 1996 by RACELAND CAR CORPORATION, a Delaware corporation ("Manufacturer").

RECITALS

WHEREAS, Manufacturer entered into an Interim Use Agreement dated as of July 1, 1989 ("Agreement"), with CSX TRANSPORTATION, INC., a Virginia corporation, with respect to the locomotive described in Schedule A attached hereto ("Unit");

WHEREAS, the Agreement is on file at the Surface Transportation Board of the Department of Transportation ("STB") (formerly known as the Interstate Commerce Commission ("ICC")) under ICC Recordation Number 16441 filed on July 21, 1989 ("Lien");

WHEREAS, Manufacturer desires to terminate the Lien.

NOW, THEREFORE, for valuable consideration, the receipt and adequacy of which is hereby acknowledged, Manufacturer hereby agrees as follows:

1. Termination. The Agreement with respect to the Unit is hereby formally terminated.

IN WITNESS WHEREOF, Manufacturer, pursuant to due corporate authority, has caused these presents to be signed in its corporate name as of the date first indicated herein above.

RACELAND CAR CORPORATION

By: Maurice Lazenby

Print Name: MAURICE LAZENBY JR

Title: ASSISTANT VICE PRESIDENT - TREASURER

STATE OF FLORIDA }
COUNTY OF DUVAL } S.S.

On September 27, 1996, before me, Maurice Lazenby personally appeared
Assistant Vice-President, Treasurer of RACELAND CAR CORPORATION,

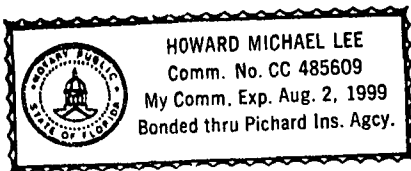
☒ personally known to me - OR -

☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Howard Michael Lee
SIGNATURE OF THE NOTARY

[Notarial Seal]



CSX TRANSPORTATION, INC.

By: Maurice Lazenby

Print Name: MAURICE LAZENBY III

Title: ASSISTANT VICE PRESIDENT - TREASURER

STATE OF FLORIDA }
 }
COUNTY OF DUVAL } S.S.

On September 27, 1996, before me, Maurice Lazenby personally appeared
Assistant Vice-President, Treasurer of CSX TRANSPORTATION, INC.,

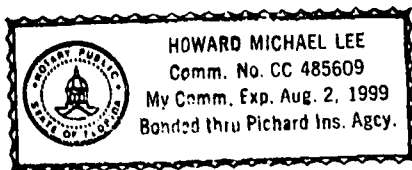
- ☒ personally known to me - OR -
- ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Howard Michael Lee

SIGNATURE OF THE NOTARY

[Notarial Seal]



SCHEDULE A

Description of Equipment:

One (1), SD40-2 diesel electric locomotive

Road Number: CSXT 8433